

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

SECURITIES INVESTOR  
PROTECTION CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT  
SECURITIES, LLC,

Defendant.

In re

BERNARD L. MADOFF

Debtor.

IRVING H. PICARD, Trustee for the  
Liquidation of Bernard L. Madoff  
Investment Securities LLC,

Plaintiff,

- against -

ALPHA PRIME FUND LIMITED, et al.,

Defendants.

Adv. Pro. No. 08-1789 (BRL)

SIPA LIQUIDATION

(Substantively Consolidated)

Adv. Pro. No. 09-01364 (BRL)

**VERIFIED STATEMENT OF ANDERSON KILL & OLICK, P.C. PURSUANT  
TO RULE 2019 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Todd E. Duffy verifies as follows:

1. I am a Shareholder of the firm of Anderson Kill & Olick, P.C. ("**Anderson Kill**") and am duly admitted to practice before the state and federal courts of the State of New York, the State of New Jersey and the Commonwealth of Pennsylvania, as well as before the United States Court of Appeals for the Second Circuit.

2. I hereby submit this verified statement on behalf of Anderson Kill pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedures (as amended, the **"Bankruptcy Rules"**).

3. Anderson Kill was engaged as counsel by the individuals and entities set forth on Exhibit A, annexed hereto and incorporated by reference (collectively the **"Clients"**).

4. Anderson Kill has been engaged as legal counsel separately by each of the Clients in connection with claims arising out of accounts and monies with Bernard L. Madoff Investment Securities LLC (**"BLMIS"**) and Bernard L. Madoff (**"Madoff"**) and/or claims by Irving H. Picard, Trustee for the Liquidation of BLMIS, alleging "clawback" of avoidable transfers. The names and addresses of each of the Clients are listed on Exhibit A. Anderson Kill's representation of each of the Clients in the Madoff proceedings is limited to their individual interests and claims against BLMIS and/or Madoff and/or defenses related to claims made by or on behalf of BLMIS and/or Madoff.

5. None of the Clients has formed or is part of a committee to represent the interests of any party. Anderson Kill has been engaged by each of the Clients solely as legal counsel and not as attorney-in-fact.

6. Anderson Kill does not currently represent any other holder of a claim against or interest in BLMIS.

7. Each of the Clients is the original holder of any claim made by them (i.e., has not acquired a claim from another person or party).

8. Anderson Kill is not aware of any claim it holds against BLMIS or Madoff.

9. Each of the Clients may hold, whether directly or indirectly, claims against and/or interests in BLMIS arising out of agreements with BLMIS, in law or equity. The specific nature and amount of these claims and/or interests have not yet been finally determined and may be set forth in proofs of claim or interest previously filed or to be filed in the BLMIS SIPC proceeding. Each of the Clients separately requested that Anderson Kill represent them in connection with the above-captioned adversary proceeding.

10. The undersigned hereby certifies that this Verified Statement is true and accurate, to the best of the undersigned's knowledge and belief. Anderson Kill reserves the right to revise and supplement this statement.

Dated: June 21, 2011  
New York, New York

**ANDERSON KILL & OLICK, P.C.**

By: /s/ Todd E. Duffy  
Todd E. Duffy  
Dennis J. Nolan  
1251 Avenue of the Americas  
New York, New York 10020  
Phone: (212) 278-1000  
Facsimile: (212) 278-1433

**EXHIBIT A**

Alpha Prime Fund Ltd.  
6 Front Street  
Hamilton HM 11  
Bermuda

Alpha Prime Asset Management Ltd.  
6 Front Street  
Hamilton HM 11  
Bermuda

Senator Fund SPC  
c/o Appleby Trust (Cayman) Ltd.  
PO Box 1350 GT  
Clifton House  
75 Fort Street, George Town, Cayman  
Island

Senator Fund SpA  
DMS House, 20 Genesis Close Grand Cayman  
KY1-1108  
Cayman Islands

Carruba Asset Management Ltd  
6 Front Street  
Hamilton HM 11  
Bermuda

Regulus Asset Management Ltd.  
6 Front Street  
Hamilton HM 11  
Bermuda

Tereo Trust Company Ltd.  
83 Front Street  
Hamilton HM 12  
Bermuda